

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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FRANK RAMOS, :  
Plaintiff, :  
 : ORDER  
-against- : 21 Civ. 1649 (GWG)  
 :  
KYLE W. EDDY, et al., :  
 :  
Defendants. :  
-----X  
GABRIEL W. GORENSTEIN, United State Magistrate Judge

This case was removed from the Supreme Court of New York, Bronx County on February 25, 2021, on the ground that the district court has diversity jurisdiction under 28 U.S.C. § 1332. (Docket # 1). On February 26, 2021, the defendants were ordered to “amend their Notice of Removal to allege the citizenship of each constituent person or entity comprising the Defendant LLC (or LP).” (Docket # 4 at 2). Defendants filed an amended notice of removal on March 9, 2021. (Docket # 8).

The amended notice of removal, however, is unclear in two respects. First, it refers to VR Kendall Trucking, LLC as having been “incorporated in the State of Pennsylvania.” (Docket # 8 ¶ 6). However, a limited liability company is not “incorporated”; rather, it is formed through the filing of a certificate of “organization.” 15 Pa. Stat. and Cons. Stat. Ann. § 8821(a). Second, the amended notice refers to VR Kendall Trucking, LLC as having a “principal.” (See Docket # 8 ¶ 6). Pennsylvania statutory law, however, does not recognize the term “principal” for a limited liability company. Instead a limited liability company has “members.” See 15 Pa. Stat. and Cons. Stat. Ann. § 8841. More to the point, case law construing 28 U.S.C. § 1332 requires inquiry into the citizenship of all “members” of a limited liability company, see, e.g., Handelsman v. Bedford Village Associates Ltd. P’ship, 213 F.3d 48, 51-52 (2d Cir. 2000) — not a person who characterizes himself as the company’s “principal.”

To ensure that the Court has properly assessed the availability of subject matter jurisdiction, defendants are directed to file a statement under oath from an individual with personal knowledge that identifies the legal corporate character of VR Kendall Trucking, LLC. If it is a limited liability company, the statement shall attach an up-to-date document listing the members of the limited liability company. For each member of VR Kendall Trucking, LLC that is a natural person, the statement shall give the state of citizenship of that person. For each member that is not a natural person, the statement shall give the place of incorporation (or other formation) and the principal place of business of that entity. Finally, the statement shall explain the basis for the affiant’s knowledge of the above information, including the representations as to citizenship. The statement shall be filed on or before May 18, 2021.

SO ORDERED.

Dated: May 11, 2021  
New York, New York

  
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GABRIEL W. CORENSTEIN  
United States Magistrate Judge